

The Honorable Richard A. Jones

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT SEATTLE

ZENWORK, INC. f/k/a TECHATLANTIS,
INC.,

Plaintiff,

v.

AVALARA, INC.,

Defendant.

AVALARA, INC.,

Counterclaim
Plaintiff,

v.

ZENWORK, INC. f/k/a TECHATLANTIS,
INC. d/b/a EXAKTO.COM;
1099ONLINE.COM, TAX1099.COM; EZ2290;
EZIFTA; EZEXTENSION; and
FBARONLINE,

Counterclaim
Defendants.

NO. 2:16-cv-01325-RAJ

DECLARATION OF TIMOTHY
TEETER IN SUPPORT OF MOTION
FOR ORDER OF POSSESSION OR IN
THE ALTERNATIVE PRELIMINARY
INJUNCTION

TEETER DECLARATION - 1
No. 2:16-cv-01325-RAJ

GORDON TILDEN THOMAS & CORDELL LLP
1001 Fourth Avenue, Suite 4000
Seattle, WA 98154
Phone (206) 467-6477
Fax (206) 467-6292

1 I, Timothy Teeter, declare as follows:

2
3
4 1. I am Director of Business Development for Avalara. I have personal knowledge of
5
6 the facts set forth below and am competent to testify.

7
8 2. TechAtlantis contends that at the time it entered into the Reseller Agreement with
9
10 Avalara it was unaware that H & R Block ("HRB") would be a customer of Avalara1099. I know
11
12 that to be false. I was involved in the negotiations between Avalara and TechAtlantis and the
13
14 negotiations with HRB. Both Avalara and Tech Atlantis understood that HRB was a customer of
15
16 Avalara1099 before the Reseller Agreement was finalized and executed on November 24, 2014.
17
18 Attached as Exhibit A is a true and correct copy of an email exchange between me and Ed Pratt, Vice
19
20 President of TechAtlantis, specifically discussing HRB as a potential client of Avalara1099. It is
21
22 dated November 18, 2014.

23 3. Further, while Tech Atlantis suggests that it did not expect HRB to be a client of
24
25 Avalara1099, in fact Mr. Pratt was deeply involved in the discussions in 2015 leading up to HRB
26
27 signing on as a customer. As part of that deal Tech Atlantis and HRB signed a Non-Disclosure
28
29 Agreement, and Tech Atlantis even completed portions of the HRB Request for Proposal. Avalara
30
31 would not have proceeded with the HRB deal unless it was assured that Tech Atlantis was able and
32
33 willing to perform its obligations with HRB as a customer.

34
35 4. Attached as Exhibit B is a true and correct copy of an email from Ed Pratt to me
36
37 dated June 2, 2016 in which he promises that Tech Atlantis will provide all PDF forms for H & R
38
39 Block, to Avalara and H & R Block directly.

40 I declare under penalty of perjury under the laws of the State of Washington that the
41
42 foregoing is true and correct to the best of my knowledge.
43
44
45

TEETER DECLARATION - 2
No. 2:16-cv-01325-RAJ

GORDON TILDEN THOMAS & CORDELL LLP
1001 Fourth Avenue, Suite 4000
Seattle, WA 98154
Phone (206) 467-6477
Fax (206) 467-6292

Dated January 6, 2017



Timothy Teeter

TEETER DECLARATION - 3
No. 2:16-cv-01325-RAJ

GORDON TILDEN THOMAS & CORDELL LLP
1001 Fourth Avenue, Suite 4000
Seattle, WA 98154
Phone (206) 467-6477
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CERTIFICATE OF SERVICE

I hereby certify that on January 6, 2017, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the following:

Michelle Peterson
Michelle Peterson Law, PLLC
1420 Fifth Avenue, Suite 2200
Seattle, WA 98101
michelle@michellepetersonlaw.com

Suzanne G. Clark
Clark Law Firm, PLLC
244 W. Dickson St., Suite 201
P.O. Box 4248
Fayetteville, AR 72702-4248
sclark@clark-firm.com

DATED this 6th day of January, 2017.

s/ Jeffrey M. Thomas
Jeffrey M. Thomas, WSBA #21175

Exhibit A

Cathy Swanson

From: Ed -TechAtlantis <ed@techatlantis.com>
Sent: Tuesday, November 18, 2014 1:20 PM
To: Tim Teeter
Subject: Re: Downloading multiple 1099 forms

Yes, we have that somewhere in the pipeline as well. Had that feedback last year that clients want the option to do it in one file versus zip file.

Ed Pratt
Vice President of Business Development
TechAtlantis, Inc
Email: ed@techatlantis.com
Office: 479-935-1722
Cell: 443-379-7227

On Tue, Nov 18, 2014 at 2:59 PM, Tim Teeter <tim.teeter@avalara.com> wrote:

Thanks Ed – HRBlock's desire would be to have the option have one big .pdf file since they want to use their own mailing house do the mailing. Easier for them to send it to their printer.

From: Ed -TechAtlantis [mailto:ed@techatlantis.com]
Sent: Tuesday, November 18, 2014 12:51 PM
To: Tim Teeter
Subject: Re: Downloading multiple 1099 forms

Right now it's a zip file with individual 1099s, each with the recipient's name as part of the file name.

Ed Pratt
Vice President of Business Development
TechAtlantis, Inc
Email: ed@techatlantis.com
Office: 479-935-1722
Cell: 443-379-7227

On Tue, Nov 18, 2014 at 2:47 PM, Tim Teeter <tim.teeter@avalara.com> wrote:

Ed – one question that came up, we you download multiple 1099 forms, do you get a file with all of the 1099s in one .pdf file or are you getting individual 1099s .pdf copies?

Tim Teeter | Product Marketing

Office: [\(206\) 826-4900 x6112](tel:(206)826-4900x6112)

Cell: [\(612\) 669-3414](tel:(612)669-3414)

tim.teeter@avalara.com

Avalara

Exhibit B

From: Ed -TechAtlantis [mailto:ed@techatlantis.com]
Sent: Thursday, June 2, 2016 9:44 AM
To: Tim Teeter <tim.teeter@Avalara.com>
Cc: Ray Bigley <ray.bigley@Avalara.com>; Michael Hackett <michael.hackett@avalara.com>
Subject: Re: HRB Data and a TCC Question

Hi Tim,

Going to respond in bullets and hope I don't miss anything.

- 94x forms - annual are due 1/31 and quarterly are due the last day of the month after the quarter ends. March was due 4/30 and June is due 7/31.
- I believe filing was turned off 5/16 but will confirm. Anything that was filed prior to that is processed for E-file/mail.
- Can you tell me the customer with "stuck" 1099s? We have several TCC numbers and there is no case on our side requesting the information for any specific client.
- SSA accepted the pending W2s yesterday. April emailed me and I replied, didn't realize you were not copied on it.
- We will provide the Excel file and/or pdf copies that HRB needs and can send those directly to them through their sftp. We will provide the same to Avalara as part of the wind down process.

Thanks,

Ed Pratt
Vice President of Business Development
Tech Atlantis, Inc
Email: ed@techatlantis.com
Office: 479-935-1722
Cell: 443-379-7227